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**IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF ARIZONA**

Vanguard Specialized Funds, et al.,

Plaintiffs,

vs.

VEREIT, Inc., et al.,

Defendants.

No. CV-15-02157-PHX-JAS

**JOINT MOTION FOR DISMISSAL
WITH PREJUDICE PURSUANT
TO RULE 41(a)(2)**

Pursuant to Rule 41(a)(2) of the Federal Rules of Civil Procedure, Plaintiffs and Defendants VEREIT, Inc., formerly known as American Realty Capital Properties, Inc., and VEREIT Operating Partnership, L.P., formerly known as ARC Properties Operating Partnership, L.P. (hereinafter “VEREIT” and, collectively with Plaintiffs, the “Moving Parties”), jointly move the Court to dismiss all claims filed by Plaintiffs against all defendants in the above-captioned action (“Defendants”) with prejudice. In support of this motion, the Moving Parties state as follows:

1 1. Plaintiffs have agreed to a release and dismissal of all claims filed in
2 this action against all Defendants.

3 2. Because the Moving Parties are seeking dismissal of all claims against
4 all Defendants with prejudice, there is no risk of prejudice to any Defendant.
5 Accordingly, dismissal is warranted. *See Smith v. Lenches*, 263 F.3d 972, 975 (9th
6 Cir. 2001) (“A district court should grant a motion for voluntary dismissal under Rule
7 41(a)(2) unless a defendant can show that it will suffer some plain legal prejudice as a
8 result.”); *id.* at 976 (“That the district court here dismissed, with prejudice, the federal
9 claims so they cannot be reasserted in another federal suit only strengthens our
10 conclusion that the dismissal caused no legal prejudice and was not an abuse of
11 discretion.”).

12 3. Each party shall bear its own costs, expenses, and attorneys’ fees.

13 WHEREFORE, the Moving Parties respectfully request that this Court enter
14 the [Proposed] Order of Dismissal With Prejudice filed concurrently herewith.

15 DATED this 14th day of June, 2018.

16 COPPERSMITH BROCKELMAN PLC

OSBORN MALEDON, P.A.

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By: s/ David B. Rosenbaum

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16 **CERTIFICATE OF SERVICE**

17 I hereby certify that on June 14, 2018, I electronically transmitted the attached
18 document to the Clerk's Office using the CM/ECF System for filing and transmittal of
19 a Notice of Electronic Filing to all CM/ECF registrants.

20
21 s/ Sheri McAlister